

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
LUFKIN DIVISION**

IN RE:

SAND HILL FOUNDATION, LLC
xx-xxx2704
P.O. Box 1661, Center, TX 75935

CASE NO. 10-90209

SAND HILL PANOLA SWD #2 LLC
xx-xxx0136
P.O. Box 837, Center, TX 75935

CASE NO. 10-90210

SAND HILL PANOLA SWD #5 LLC
xx-xxxx0409
P.O. Box 837, Center, TX 75935

CASE NO. 10-90211

Debtors

JOINTLY ADMINISTERED
under 10-90209

Chapter 11

**AGREED ORDER GRANTING MOTION SEEKING
EXTENSION OF EXCLUSIVITY FOR TIME
TO FILE PLAN AND DISCLOSURE STATEMENT**

On September 21, 2010, a Motion Seeking Extension of Exclusivity for Time to File Plan and Disclosure Statement (the “Motion”) was filed in the above referenced case by Debtors SAND HILL FOUNDATION, LLC, SAND HILL PANOLA SWD #2 LLC and SAND HILL PANOLA SWD #5 LLC, and upon resolution of the pending objections to the Motion, and sufficient cause appearing therefore:

IT IS THEREFORE ORDERED THAT:

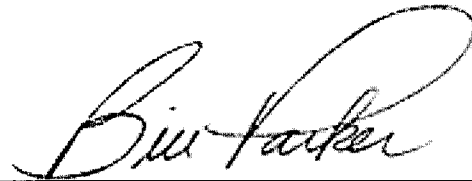
1. The Motion is GRANTED.

2. This Court grants, without prejudice, that the exclusivity period for each Debtor to file its disclosure statement and plan of reorganization is hereby extended until December 31, 2010 and the deadline to obtain acceptance of each Debtor's plan of reorganization shall be extended to ~~March 1, 2011~~ April 8, 2011.

3. Further, this Order shall authorize the Official Committee of Unsecured Creditors to retain and employ an expert for the specific task to evaluate the two salt water wells listed on the schedules of Debtors Sand Hill Panola SWD #2 LLC and Sand Hill Panola SWD #5 LLC. Compensation for the expert shall be considered an administrative expense and shall be compensated in accordance with this Court's approval.

APPROVED AND SO ORDERED.

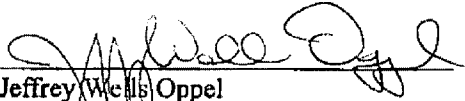
Signed on 11/03/2010



THE HONORABLE BILL PARKER
UNITED STATES BANKRUPTCY JUDGE


ACCEPTED AND AGREED TO: [except as modified by the Court]

OPPEL & GOLDBERG, P.L.L.C.

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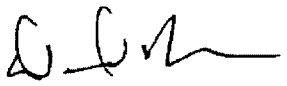
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SAND HILL FOUNDATION, LLC,
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AND SAND HILL PANOLA SWD #5 LLC

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